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**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA**

In re:	Case No.: BK-S-18-10453-LEB
U.S.A. DAWGS, INC.,	Chapter 11
Debtor.	Date: June 8, 2018
	Time: 10:00 a.m.

**DECLARATION OF STEVEN MANN IN SUPPORT OF DEBTOR'S MOTION FOR
ENTRY OF ORDER APPROVING BID PROCEDURES RELATING TO SALE OF
DEBTOR'S ASSETS FOR AUCTION SCHEDULED FOR JUNE 29, 2018, OR
ALTERNATIVELY AUGUST 1, 2018; APPROVING THE FORM AND MANNER OF
NOTICE OF SALE BY AUCTION, AND ESTABLISHING PROCEDURES FOR
NOTICING; AND FOR ENTRY OF AN ORDER AUTHORIZING THE SALE OF
DEBTOR'S ASSETS OUTSIDE OF THE ORDINARY COURSE OF BUSINESS FREE
AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND INTERESTS**

I, Steven Mann, hereby declare as follows:

1. I am over the age of 18 and am mentally competent and I make this declaration in support of the *Motion For Entry of Order Approving Bid Procedures Relating to Sale of Debtor's Assets for Auction Scheduled for June 29, 2018, or alternatively August 1, 2018; Approving the Form and Manner of Notice of Sale By Auction, and Establishing Procedures For Noticing; and For Entry of An Order Authorizing Sale of Debtor's Assets Outside of the Ordinary Course of Business Free and Clear of All Liens, Claims, Encumbrances, and Interests*

1 (the “Motion”)¹ filed herewith.

2 2. I am Debtor’s President, and have personal knowledge of the information detailed
 3 herein, or otherwise have access to relevant books and records in the course of my duties. If
 4 required to testify in Court on the matters discussed in this declaration, I could and would do so.

5 3. The Bid Procedures were developed consistent with the objective of promoting
 6 active bidding. To the extent a sale outside of the Plan is necessary, the Bid Procedures reflect
 7 Debtor’s objective of conducting the Auction in a controlled, but fair and open, fashion that
 8 promotes interest in the Assets by financially capable, motivated bidders that are likely to close
 9 the transaction.

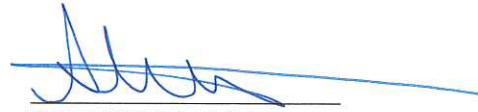
10 4. If a sale outside of the Plan is necessary, I believe that the sale of the Assets
 11 through the Auction and in the manner prescribed by the Bid Procedures will maximize value for
 12 Debtor’s estate and creditors.

13 5. In the event of the Auction, Debtor seeks to conduct an open sales process
 14 pursuant to which the winning bidder(s) receive title to the purchased assets free and clear of
 15 liens, claims, and encumbrances with such liens, claims, and encumbrances attaching to the sale
 16 proceeds.

17 6. While I believe that the Debtor’s Plan will provide the highest vale for Debtor’s
 18 creditors, to the extent a sale is necessary, the proposed sale process maximizes the value of
 19 Debtor’s Assets for the benefit of Debtor’s creditors.

20 I declare under penalty of perjury of the laws of the United States that these facts are true
 21 to the best of my knowledge and belief.

22 DATED this 25th day of May, 2018.



23 STEVEN MANN
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28 ¹ All capitalized terms not defined herein are as defined in the Motion.